

**Date: September 23, 2023**

To,  
BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai - 400001  
**SCRIP CODE: 513121**

To,  
National Stock Exchange India Limited  
5<sup>th</sup> Floor, Exchange Plaza, Bandra (E),  
Mumbai - 400051  
**NSE SYMBOL: ORICONENT**

**Sub: Scrutinizer's Report for the 53<sup>rd</sup> Annual General Meeting of the Company**

Dear Sir/Madam,

With reference to the captioned subject, we are enclosing herewith Report of Scrutinizer for remote e-voting & e-voting at 53<sup>rd</sup> Annual General Meeting of the Company held on Thursday, September 21, 2023 at 03:00 P.M. through Video Conferencing/ Other Audio-Visual Means.

We hope you will find it in order and request you to take the same on your records.

Thanking you,

Yours faithfully,

**For Oricon Enterprises Limited**

Sanjay Jain  
Company Secretary

# CS MAYURI THAKKAR

F.C.S., L.L.B.,

**Practicing Company Secretary**

Membership No. F12337; COP No. 26189, Peer Review Certificate no. 2858/2022 Mobile No. +91-99203  
04440, +91-86554 78170, Email Id: [mayurithakkar2006@gmail.com](mailto:mayurithakkar2006@gmail.com);

The Chairman,  
Oricon Enterprises Limited,  
CIN: L28100MH1968PLC014156  
1076, Dr. E. Moses Road,  
Worli, Mumbai-400018,  
Maharashtra, India.

Dear Sir,

I would like to thank you for appointing me as a Scrutinizer for remote e-voting and the voting by your members at the 53<sup>rd</sup> Annual General Meeting (hereinafter referred to as "AGM") of your Company duly conducted on Thursday, September 21, 2023 at 3:00 PM through Video Conferencing /Other Audio-Visual Means.

I'm pleased to submit the Consolidated Scrutinizer's Report in regard to the e-voting done in regards to the AGM, the copy of which is attached herewith as annexure. It is submitted that the report in itself is comprehensive and self-explanatory.

  
  
Mayuri Bharat Thakkar  
Practicing Company Secretary

UDIN: F012337E001061981

Membership No.: F12337

COP No.: 26189

PR No.: 2858/2022

Place: Mumbai

Date: September 22, 2023

## CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended]

The 53<sup>rd</sup> Annual General Meeting of the Equity Shareholders of **ORICON ENTERPRISES LIMITED**, held on Thursday, September 21, 2023 at 3:00 PM through Video Conferencing (hereinafter referred to as "VC")/Other Audio-Visual Means (hereinafter referred to as "OAVM") provided by National Securities Depository Limited (hereinafter referred to as "NSDL")

Dear Sir,

### 1. APPOINTMENT AS SCRUTINIZER

I, **Mayuri Thakkar, Practicing Company Secretary**, had been appointed as scrutinizer by the Board of Directors of **ORICON ENTERPRISES LIMITED** (hereinafter referred to as the "Company") inter alia, for the purpose of scrutinizing e-voting process (remote e-voting) and electronic voting (e-voting) during the AGM carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended (Rules) on the resolutions contained in the notice dated August 04, 2023 (Notice) issued in accordance with General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020 and subsequent circulars issued in this regard, the latest being 10/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs ('MCA') and Circular No. SEBI/HO/CFD/PoD2/P/CIR/2023/4 dated January 05, 2023 issued by SEBI (collectively referred to as 'Circulars'), calling the 53<sup>rd</sup> Annual General Meeting (AGM) of Oricon Enterprises Limited (Company) through VC / OAVM.

2. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 (hereinafter referred to as the "Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended (hereinafter referred to as the "Rules"). As the Scrutinizer, I have to scrutinize:



- i. The process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM (hereinafter referred to as “**remote e-voting**”); and
- ii. The process of e-voting at the AGM through electronic voting system.

### 3. DISPATCH OF NOTICE CONVENING THE AGM

The Company informed that on the basis of the Register of Members and the list of Beneficial Owners made available by the Depositories viz. NSDL and Central Depository Services (India) Limited (hereinafter referred to as “CDSL”) the Company commenced dispatch of the Notice of the 53<sup>rd</sup> AGM through Electronic Mode on August 23, 2023 to 25,499 members who had registered their email ids with the company/depositories were sent the Annual Report and the Notice of the AGM of the Company by email.

The Company had given public notice to its shareholders about the 53<sup>rd</sup> AGM via “Free Press Journal” (English Newspaper) dated August 25, 2023 and “Navshakti” (Marathi Newspaper) dated August 26, 2023.

### 4. MANAGEMENT'S RESPONSIBILITY

The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, (hereinafter referred to as “LODR”) relating to e-voting on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.



## 5. SCRUTINIZER'S RESPONSIBILITY

My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and e-voting) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by NSDL authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers/documents furnished to me electronically by the Company and/or NSDL for my verification.

## 6. CUT-OFF DATE

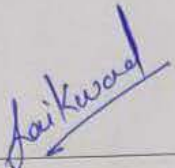
The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., September 14, 2023 were entitled to vote on the resolutions (item nos. 1 to 7 as set out in the Notice calling the AGM) and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

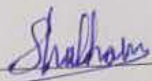
## 7. E-VOTING PROCESS:

- i. The remote e-voting period remained open from Monday, September 18, 2023 (9:00 A.M) to Wednesday, September 20, 2023 (5:00 P.M).
- ii. After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by NSDL under my instructions.
- iii. The e-voting system was scrutinized on test check basis. The e-votes were reconciled with the records maintained by the Company/NSDL and the authorizations lodged with the Company/NSDL on test check basis.



- iv. The votes cast were unblocked on Thursday, September 21, 2023 after the conclusion of the AGM and was witnessed by two witnesses, Ms. Sayalee Gaikwad and Mr. Shubham Vishwakarma, who are not in the employment of the Company and/or NSDL. They have signed below in confirmation of the same.

  
\_\_\_\_\_  
Ms. Sayalee Gaikwad

  
\_\_\_\_\_  
Mr. Shubham Vishwakarma

8. I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and e-voting, based on the reports generated by NSDL, scrutinized on test check basis and relied upon by me.

9. The combined results of the remote e-voting and e-voting at the AGM are given as 'Annexure-I' to this report. Based on combined results, we report that, all the resolutions as per the Notice of the 53<sup>rd</sup> AGM of the Company stands passed with requisite majority.

10. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to Mr. Sanjay Jain, Company Secretary and Compliance Officer, for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

11. RESTRICTION ON USE

This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company and (iii) website of NSDL. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not



accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

  
  
**Mayuri Bharat Thakkar**  
**Practicing Company Secretary**

**UDIN:** F012337E001061981

**Membership No.:** F12337

**COP No.:** 26189

**PR No.:** 2858/2022

**Place:** Mumbai

**Date:** September 22, 2023

Item No. of the Notice	Votes in favor of the Resolution			Votes against the Resolution			Total			Invalid Votes
	Number	Votes	As percentage of total no. of valid votes	Number	Votes	As percentage of total no. of valid votes	Number	Votes	Percentage	
<b>Item 1:</b> To receive, consider and adopt the Standalone and Consolidated Audited Financial Statements of the Company for the year ended March 31, 2023 together with the Report(s) of Board of Directors and Auditors thereon.	135	60300784	100.000	0	0	0.000	135	60300784	100	0
<b>Item 2:</b> To declare Dividend on Equity Shares for the Year ended March 31, 2023.	135	60300784	100.000	0	0	0.000	135	60300784	100	0
<b>Item 3:</b> To Re-appoint Mrs. Sujata Parekh Kumar (DIN: 00016335), as a Director liable to retire by rotation.	130	60119144	99.997	4	1640	0.003	134	60120784	100	0
<b>Item 4:</b> To Re-appoint Mr. Susheel G. Somani (DIN: 00601727), as a Director liable to retire by rotation	125	52347970	99.999	5	684	0.001	130	52348654	100	0
<b>Item 5:</b> To re-appoint Mrs. Mamta Biyani (DIN: 01850136) as an Independent Director of the Company and in this regard to consider and if thought fit, to pass the following resolution as a Special Resolution	130	60299110	99.997	5	1674	0.003	135	60300784	100	0
<b>Item 6:</b> To pay remuneration to Mr. B.K. Toshniwal (DIN: 00048019) for his remaining tenure as an Executive Director of the Company	127	59659900	100.000	5	284	0.000	132	59660184	100	0
<b>Item 7:</b> Ratification of remuneration of Cost Auditor:	131	60300534	100.000	4	250	0.000	135	60300784	100	0

